

McDERMOTT WILL & EMERY LLP
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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

DELPHI CORPORATION, et al.,

Debtors.

X

: Chapter 11

:

: Case No. 05-44481 (RDD)

:

: (Jointly Administered)

:

X

RULE 2019 STATEMENT OF McDERMOTT WILL & EMERY LLP

James M. Sullivan declares:

1. I am an attorney licensed to practice in both the federal and the state courts of New York and New Jersey. I have filed a notice of appearance in the bankruptcy proceedings of the above captioned Debtors (the "Debtors") before this Court. I make this declaration under penalty of perjury, to provide this Court with the information required by Federal Rule of Bankruptcy Procedure 2019.

2. I am a partner with the law firm of McDermott Will & Emery LLP ("McDermott"). I have personal knowledge of the facts set forth herein and if called as a witness could and would competently testify thereto.

3. McDermott represents the following creditors (the "Listed Creditors") in this case:

a. National Semiconductor Corporation ("National Semiconductor"), located at 3689 Kifer Road, Mail Stop G3-135, Santa Clara, CA 95051. National Semiconductor is a trade creditor. National Semiconductor's claims against the Debtors, which have not been fully determined but which exceed \$1.1 million, arose in the ordinary course of National Semiconductor's business relationship with the Debtors. National Semiconductor was a client of McDermott with respect to other unrelated matters prior to the time the Debtors filed for chapter 11 protection (the "Petition Date") and retained McDermott as bankruptcy counsel in this matter shortly after the Petition Date.

b. The Timken Corporation ("Timken"), located at 1835 Dueber Ave. S.W., Canton, OH 44706-0927. Timken is a trade creditor. Timken's claims against the Debtors, which have not been fully determined but which exceed \$5 million, arose in the ordinary course of Timken's business relationship with the Debtors. Timken was a client of McDermott with respect to other unrelated matters prior to the Petition Date and retained McDermott as bankruptcy counsel in this matter shortly after the Petition Date.

c. Linear Technology Corporation ("Linear Technology"), located at 1630 McCarthy Blvd., Milpitas, CA 95035-7417. Linear Technology is a trade creditor. Linear Technology's claims against the Debtors, which have not been fully determined, are in the approximate amount of \$300,000 and arose in the ordinary course of Linear Technology's business relationship with the Debtors. Linear Technology retained McDermott as bankruptcy counsel in this matter prior to the Petition Date.

d. Heraeus Metal Processing, Inc. ("Heraeus Metal"), located at 15524 Carmenita Road, Santa Fe Springs, CA 90670. Heraeus Metal is a trade creditor. Heraeus

Metal's claims arose in the ordinary course of Heraeus Metal's business relationship with the Debtors. The full amount, extent and basis of Heraeus Metal's claims are not yet determined. Heraeus Metal retained McDermott as bankruptcy counsel in this matter prior to the Petition Date.

e. Heraeus Inc., Circuit Materials Division, ("Heraeus Inc.") located at Union Hill Road, W. Conshohocken, PA 19428. Heraeus Inc. is a trade creditor. Heraeus Inc.'s claims arose in the ordinary course of Heraeus Inc.'s business relationship with the Debtors. The full amount, extent, and basis of Heraeus Inc.'s claims are not yet determined. Heraeus Inc. retained McDermott as bankruptcy counsel in this matter prior to the Petition Date.

f. Heraeus Precious Metals Management LLC ("Heraeus Precious Metals"), located at 540 Madison Avenue, New York, NY 10023. Heraeus Precious Metals is a trade creditor. Heraeus Precious Metals' claims arose in the ordinary course of Heraeus Precious Metals' business relationship with the Debtors. The full amount, extent, and basis of Heraeus Precious Metals' claims are not yet determined. Heraeus Precious Metals' retained McDermott as bankruptcy counsel in this matter prior to the Petition Date.

g. Cherry Corporation ("Cherry Corp."), located at 10411 Corporate Drive #102, Pleasant Prairie, WI 53158-1611. Cherry Corp. is a trade creditor. Cherry Corp.'s claims arose in the ordinary course of Cherry Corp.'s business relationship with the Debtors. The full amount, extent, and basis of Cherry Corp.'s claims are not yet determined. Cherry Corp. retained McDermott as bankruptcy counsel in this matter prior to the Petition Date.

h. Recticel North America, Inc. ("Recticel"), located at 5600 Bow Pointe Drive, Clarkston, MI 48346. Recticel is a pre-petition creditor with a claim in the approximate amount of \$2,350,267.87, which arose in the ordinary course of Recticel's business relationship

with the Debtors. Recticel retained McDermott as bankruptcy counsel in this matter prior to the Petition Date.

i. Hoffer Plastics Corporation ("Hoffer Plastics"), located at 500 N. Collins St., South Elgin, IL 60177. Hoffer Plastics is a trade creditor. Hoffer Plastics' secured claim against the Debtors, which has not been fully determined is in the approximate amount of \$400,000, and is based on Illinois statutory law. Hoffer Plastics retained McDermott as bankruptcy counsel in this matter shortly after the Petition Date.

j. Motorola, Inc. ("Motorola"), located at 21440 West Lake Cook Road, 7th Floor, Deer Park, IL 60010. Motorola is a pre-petition creditor with various claims, including trade claims and equipment lease claims, which arose in the ordinary course of Motorola's business relationship with the Debtors. The full amount, extent, and basis of Motorola's claims are not yet determined. Motorola was a client of McDermott with respect to other unrelated matters prior to the Petition Date and retained McDermott as bankruptcy counsel in this matter shortly after the Petition Date.

4. McDermott is representing each of the Listed Creditors individually. The Listed Creditors do not compromise a committee of any kind.

5. McDermott has no written contracts of representation with the Listed Creditors other than ordinary and usual retainers and/or engagement letters.

6. Upon information and belief formed after due inquiry, as of the date hereof, McDermott holds a claim of approximately \$16,422.80 against the Debtors.

I declare under the penalty of perjury under the laws of the United States of America that
the foregoing is true and correct.

Dated: December 23, 2005
New York, New York

Respectfully submitted,

McDERMOTT WILL & EMERY LLP

/s/ James M. Sullivan

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